

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

TPR INVESTMENT ASSOCIATES, INC.,

Plaintiff,

v.

PEDOWITZ & MEISTER LLP, as escrow agent, DALIA GENGER, as trustee of the Orly Genger 1993 Trust, and ORLY GENGER, as beneficiary of the Orly Genger 1993 Trust,

Defendants.

Civil Action No.: 13-cv-8243 (JFK)

ECF Case

**DECLARATION OF JOHN DELLAPORTAS**

I, JOHN DELLAPORTAS, pursuant to 28 U.S.C. § 1746(2), declare as follows:

1. I am a member of the firm of Morgan, Lewis and Bockius LLP, counsel to plaintiff TPR Investment Associates, Inc. (“TPR”) in the above-captioned matter. I respectfully submit this declaration in opposition to defendant Orly Genger’s motion to dismiss or stay, and in support of TPR’s cross-motion for summary judgment under Federal Rule of Civil Procedure 56.

2. Annexed hereto as Exhibit “A” is a true and correct copy of the Order entered by this Court on June 14, 2012 in the case *Pedowitz & Meister LLP v. TPR Inv. Assocs., Inc., et al.*, 1:11-CV-05602-JFK, Doc. #64 (S.D.N.Y. June 14, 2012) (the “June 14, 2012 Order”).

3. Annexed hereto as Exhibit “B” is a true and correct copy of the Order entered by the Delaware Chancery Court, dated August 30, 2013 in *Dalia Genger v. TR Investors, LLC, et al.*, C.A. No. 6906-CS (Del. Ch. Aug. 30, 2013).

4. Annexed hereto as Exhibit “C” are true and correct copies of an email and annexed letter from John Dellaportas, sent on behalf of TPR to the other parties to the Escrow Agreement on the morning of November 18, 2013, requesting that the funds being held in

escrow by *Pedowitz & Meister LLP* be released to TPR.

5. Annexed hereto as Exhibit "D" is a true and correct copy of a letter sent by Yoav Griver, on behalf of Orly Genger, later in the day on November 18, 2013, objecting to the above-referenced request by TPR request and demanding that the escrowed funds instead be released to Orly Genger.

6. Annexed hereto as Exhibit "E" is a true and correct copy of the Third Amended and Supplemental Complaint, dated September 20, 2011 and filed in *Arie Genger and Orly Genger v. Sagi Genger et al.*, No. 651089/2010 (N.Y. Sup. Ct. N.Y. Cnty. Sept. 20, 2011).

7. Annexed hereto as Exhibit "F" is a true and correct copy of the Petition filed by Orly Genger styled as an Article 77 Proceeding in New York State Supreme Court, New York County, dated December 23, 2013, in *Pedowitz & Meister LLP et al v. TPR Investment Assocs.*, 161812/2013 (Sup. Ct. N.Y. Cnty.).

8. Annexed hereto as Exhibit "G" is a true and correct copy of the August 22, 2008 Letter Agreement between TPR and the Trump Group.

9. Annexed hereto as Exhibit "H" is a true and correct copy of the Escrow Agreement, dated September 1, 2010.

10. Annexed hereto as Exhibit "I" is a true and correct copy of the transcript of proceedings held before the Honorable Paul G. Feiman of the Supreme Court of the State of New York, New York County, IAS Part 12, on October 26, 2011 in *Arie Genger and Orly Genger v. Sagi Genger et al.*, No. 651089/2010 (Sup. Ct. N.Y. Cnty Oct. 26, 2011).

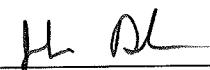
11. Annexed hereto as Exhibit "J" are true and correct copies of submissions made by William Wachtel, counsel to Orly Genger, on behalf of his client to the Delaware Chancery Court on August 12, 2013 and August 26, 2013, respectively.

12. Annexed hereto as Exhibit "K" is a true and correct copy of a Stipulation dated June 19, 2013 which was executed by, *inter alia*, counsel to Orly Genger, and thereafter submitted to this Court, wherein Orly Genger stipulated and agreed and represented to the Court: "It is hereby declared that the Trump Group own, for all purposes, all right, title and interest (beneficially, of record and otherwise) to the shares of Trans-Resources, Inc. purportedly transferred by TPR ... in October 2004 to ... the Orly Genger 1993 Trust."

13. Annexed hereto as Exhibit "L" is a true and correct copy of the Amended Decision by Justice Barbara Jaffe of the New York State Supreme Court, New York County, dated January 2, 2013, in *Arie Genger and Orly Genger v. Sagi Genger et al.*, Index No. 651089/2010 (N.Y. Sup. Ct. N.Y. Cnty.).

I declare under penalty of perjury that the foregoing is true and correct.

Dated: February 14, 2014  
New York, New York

  
JOHN DELLAPORTAS